

TEXAS COMMERCE BANK

SAN ANTONIO

ANN DeBARROS
Credit Officer

August 3, 1979

3-213A063

No. 10700
Date **AUG 7 1979**
Fee \$ **50.00**

10700

RECORDATION NO. Filed 1425

AUG 7 1979 - 12 15 PM

INTERSTATE COMMERCE COMMISSION

Ms. Joseph Lee
Interstate Commerce Commission
12th and Constitutional Ave., N.W.
Washington, D.C. 20423

Dear Ms. Lee:

In accordance with the provisions of Section 20C of the Interstate Commerce Act and Section 1116 of Title 49 of the Code of Federal Regulations, there is submitted herewith for filing and recordation a Bill of Sale on Hopper Cars used or intended for use in connection with interstate commerce. The enclosed instruments are described as follows:

1. Three (3) executed originals of a Bill of Sale dated July 27, 1979, by and between Ortner Freight Car Company, as Seller, and RailTex, Inc., as Purchaser.

The 25 new Hopper Cars conveyed in the Bill of Sale are subject to purchase money security interest granted in Security Agreement dated July 6, 1979 from RailTex, Inc. as Debtor to Texas Commerce Bank-San Antonio as Secured Party and are described as follows:

Twenty-Five (25) New "Rapid Discharge" TM Self-Clearing Bottom Dump Rail Cars, manufactured by Ortner Freight Car Company, Model No. OC-5025 (100-ton), Specification No. EX-279, having AAR Mechanical Designation HTS, and AAR Car Type Code K340 with cubic capacity of 2300 cubic feet. Cars are marked TRAX (WRR) 1075 through 1099, both inclusive.

Also enclosed is cashier's check in the amount of \$50.00 for payment of the recordation fee.

AUG 7 12 01 PM '79
RECEIVED

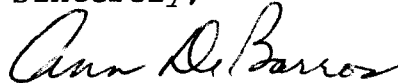


Ms. Joseph Lee
August 3, 1979
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The address of the Purchaser, RailTex, Inc., is Suite 206, 4901 Broadway, San Antonio, Texas 78209; and the address of the Seller is Ortner Freight Car Company, 2652 Erie Avenue, Cincinnati, Ohio 45208. Mortgagee is Texas Commerce Bank-San Antonio, 512 Highland Blvd., San Antonio, Texas 78210.

Please return the original of the enclosed instrument, with filing date noted thereon, to Mr. Philip E. Nelson, Senior Vice President, Texas Commerce Bank-San Antonio, P.O. Box 10250, San Antonio, Texas 78210. If you need additional information with regard to this instrument or this transaction, please contact the undersigned. Thank you for your attention to this matter.

Sincerely,

A handwritten signature in cursive script, appearing to read "Ann DeBarros".

Ann DeBarros
Credit Officer

AD:ao
Encl.

Interstate Commerce Commission

Washington, D.C. 20423

8/8/79

OFFICE OF THE SECRETARY

Philip E. Nelson
Senior Vice President
Texas Commerce Bank-San Antonio
P.O.Box 10250
Dear San Antonio, Texas 78210
Sir:

The enclosed document(s) was recorded pursuant to the provisions of Section 11303 of the Interstate Commerce Act, 49 U.S.C. 11303, on 8/7/79 at 12:15pm, and assigned re-recording number(s). 10700

Sincerely yours,

Agatha L. Mergenovich
Agatha L. Mergenovich
Secretary

Enclosure(s)

SE-30
(7/79)

BILL OF SALE

RECORDATION NO. 10700 Filed 1425

AUG 7 1979 - 12 15 PM

INTERSTATE COMMERCE COMMISSION

ORTNER FREIGHT CAR COMPANY, for good and valuable consideration to it paid by or on behalf of RAILTEX, INC. (the Purchaser), does hereby grant, bargain, sell, transfer and deliver unto the Purchaser, its successors and assigns, all of the Seller's right, title and interest in the Equipment described below:

<u>Description</u>	<u>Quantity</u>	<u>Identification</u>
100-ton 3 pocket open top, Rapid Discharge TM Hopper Car	25	TRAX (WRRRC) 1075 through 1099, both inclusive


ORTNER FREIGHT CAR COMPANY warrants that it is the lawful owner of the Equipment, and has good right to sell the same and that title to the Equipment is on the date hereof free and clear of all claims, liens, and encumbrances of any nature and that the Seller will defend such title.

Equipment is subject to a Security Interest granted in a Security Agreement from RAILTEX, INC., as Debtor to Texas Commerce Bank- San Antonio, as Secured Party.

IN WITNESS WHEREOF, the Seller has caused this instrument to be executed by its duly authorized officer this 27th day of July, 1979.

ORTNER FREIGHT CAR COMPANY

By J. L. Ortner, Jr.
Vice President


J. L. Ortner, Jr.
Assistant Secretary

STATE OF OHIO)
) SS
COUNTY OF HAMILTON)

On this 27th day of July, 1979, before me personally appeared J. L. Ortner, Jr., to me personally known, who being by me duly sworn, says that he is a Vice President of ORTNER FREIGHT CAR COMPANY, that the seal affixed to the foregoing instrument is the corporate seal of said corporation, that said instrument was signed and sealed on behalf of said corporation by authority of its Board of Directors, and he acknowledged that the execution of the foregoing instrument was the free act and deed of said corporation.

Howard E. Parr
Notary Public



HOWARD E. PARR
Notary Public, State of Ohio
My Commission Expires August 20, 1983